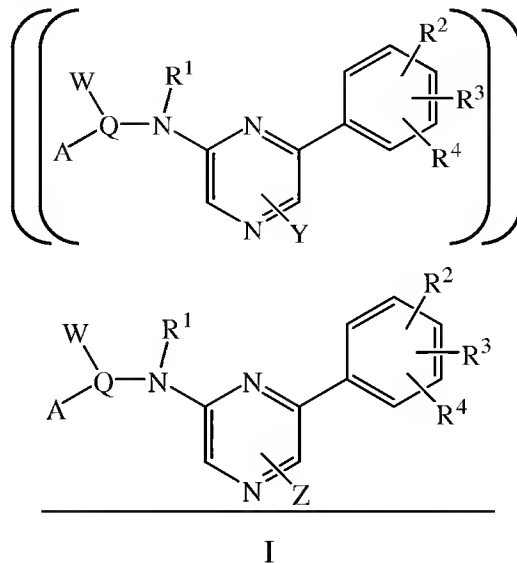


CLAIM AMENDMENTS

1. (currently amended): A compound of the formula

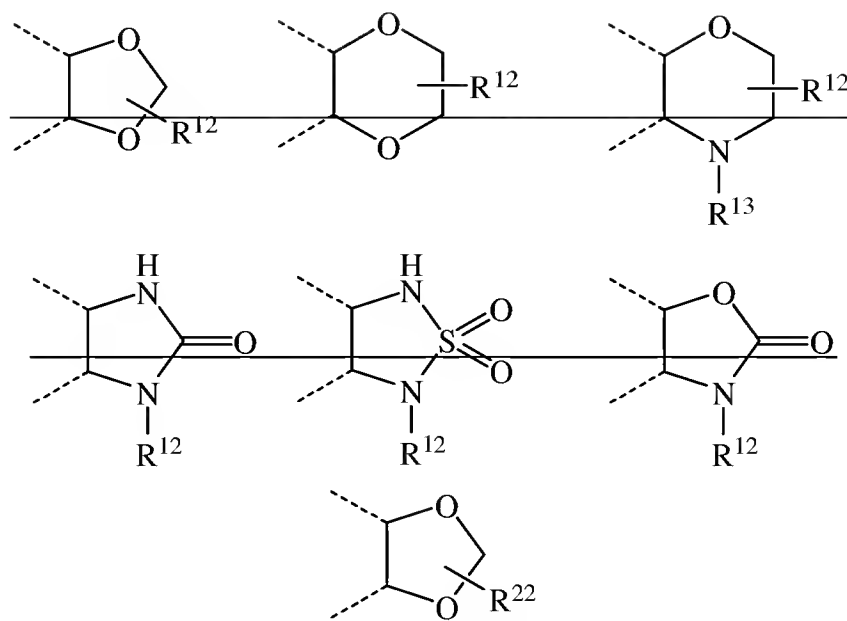


or pharmaceutically acceptable prodrugs, salts, ~~hydrates, solvates, crystal forms or diastereomers or stereoisomers~~ thereof, wherein:

R^1 is H, C_{1-6} alkyl, C_{1-6} alkylNR⁵R⁶, C_{1-6} alkylNR⁵COR⁶, C_{1-6} alkylNR⁵SO₂R⁶, C_{1-6} alkylCO₂R⁵, C_{1-6} alkylCONR⁵R⁶, where R⁵ and R⁶ are each independently H, C_{1-4} alkyl, aryl, hetaryl, C_{1-4} alkylaryl, C_{1-4} alkylhetaryl or may be joined to form ~~an optionally substituted~~ a 3-8 membered ring optionally containing an atom selected from O, S, NR⁷ and R⁷ is selected from H, C_{1-4} alkyl;

R^2 , R^3 and R^4 are each independently H, halogen, C_{1-4} alkyl, OH, OC₁₋₄ alkyl, CF₃, OCF₃, CN, C_{1-4} alkylNR⁸R⁹, OC₁₋₄ alkylNR⁸R⁹, OCONR⁸R⁹, NR⁸R⁹, NR⁸COR⁹, NR¹⁰CONR⁸R⁹, NR⁸SO₂R⁹, COOR⁸, CONR⁸R⁹; and R⁸, R⁹ and R¹⁰ are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cycloalkyl, or may be joined to form ~~an optionally substituted~~ a 3-8 membered ring optionally containing an atom selected from O, S, NR¹¹; ~~R¹⁰ and R¹¹ are independently selected from H, C_{1-4} alkyl, CF₃ wherein R¹¹ is H, C_{1-11} alkyl or CF₃;~~

alternatively, two of R^2 , R^3 and R^4 , when located on adjacent carbon atoms, may be joined to form [[a]] the ring system selected from:



where R^{12} is selected from R^{22} is H, C_{1-4} alkyl, or CF_3 and R^{13} is selected from H, C_{1-4} alkyl, CF_3 , COR^{14} , SO_2R^{14} ; and R^{14} is selected from H, C_{1-4} alkyl;

Q is a bond, or C_{1-4} alkyl and W are both absent or Q is C_{1-4} alkylene when W is present;

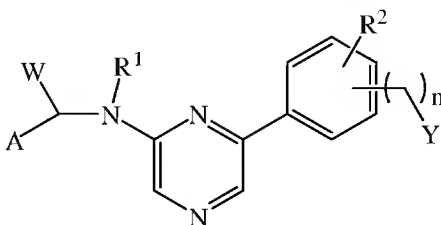
W is selected from $[H,]$ C_{1-4} alkyl, C_{2-6} alkenyl; where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl, $NR^{15}R^{16}$; and R^{15} , and R^{16} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cycloalkyl, C_{1-4} alkyl cyclohetalkyl, aryl, hetaryl, or may be joined to form ~~an optionally substituted~~ a 3-8 membered ring optionally containing an atom selected from O, S, NR¹⁷ and R¹⁷ is selected from H, C_{1-4} alkyl;

A is aryl, or hetaryl each optionally substituted with 0-3 substituents independently ~~chosen~~ selected from halogen, C_{1-4} alkyl, CF_3 , aryl, hetaryl, OCF_3 , OC_{1-4} alkyl, OC_{2-5} alkylNR¹⁸R¹⁹, Oaryl, Ohetaryl, CO_2R^{18} , $CONR^{18}R^{19}$, $NR^{18}R^{19}$, C_{1-4} alkylNR¹⁸R¹⁹, $NR^{20}C_{1-4}$ alkylNR¹⁸R¹⁹, $NR^{18}COR^{19}$, $NR^{20}CONR^{18}R^{19}$, $NR^{18}SO_2R^{19}$; and R^{18} , R^{19} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cyclohetalkyl, aryl, hetaryl, C_{1-4} alkyl aryl, C_{1-4} alkyl hetaryl, or may be joined to form ~~an optionally substituted~~ a 3-8 membered ring optionally containing an atom selected from O, S, NR²¹; and R^{20} is selected from H, C_{1-4} alkyl; and R^{21} is selected from H, C_{1-4} alkyl; and

~~Y is selected from H, Z is H or C₁₋₄ alkyl, OH, NR²²R²³, and R²², and R²³ are each independently H, C₁₋₄ alkyl~~

wherein said prodrugs are esters of a free carboxyl or hydroxyl group or amides of a free amino group.

2. (currently amended): A compound according to claim 1 of formula II:



II

or pharmaceutically acceptable prodrugs, salts, ~~hydrates, solvates, crystal forms or diastereomers or stereoisomers~~ thereof, wherein:

R¹ is H, C₁₋₆ alkyl, ~~C₁₋₆ alkylNR³R⁴~~, C₁₋₆ alkylNR⁵R⁶, where ~~R³ and R⁴~~, R⁵ and R⁶ are each independently H, C₁₋₄ alkyl, or may be joined to form ~~an optionally substituted~~ a 3-8 membered ring optionally containing an atom selected from O, S, ~~NR⁵ and R⁵~~, NR⁷ and R⁷ is selected from H, C₁₋₄ alkyl;

A is ~~aryl, hetaryl optionally substituted with 0-3 substituents independently chosen from halogen, C₁₋₄ alkyl, CF₃, aryl, hetaryl, OCF₃, OC₁₋₄ alkyl, OC₂₋₅ alkylNR⁶R⁷, Oaryl, Ohetaryl, CO₂R⁶, CONR⁶R⁷, NR⁶R⁷, C₁₋₄ alkylNR⁶R⁷, NR⁸C₁₋₄ alkylNR⁶R⁷, NR⁶COR⁷, NR⁸CONR⁶R⁷, NR⁶SO₂R⁷; and R⁶, R⁷ are each independently H, C₁₋₄ alkyl, C₁₋₄ alkyl-cyclohetalkyl, aryl, hetaryl, C₁₋₄ alkyl-aryl, C₁₋₄ alkyl-hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing an atom selected from O, S, NR⁹; and R⁸ is selected from H, C₁₋₄ alkyl; and R⁹ is selected from H, C₁₋₄ alkyl as defined in claim 1;~~

R² is 0-2 substituents independently selected from halogen, C₁₋₄ alkyl, OH, OC₁₋₄ alkyl, CF₃, OCF₃, CN, ~~C₁₋₄ alkylNR¹⁰R¹¹, OC₁₋₄ alkylNR¹⁰R¹¹, CO₂R¹⁰, CONR¹⁰R¹¹, NR¹⁰R¹¹, NR¹⁰COR¹¹, NR¹²CONR¹⁰R¹¹, NR¹⁰SO₂R¹¹; and R¹⁰, R¹¹~~ C₁₋₄ alkylNR⁸R⁹, OC₁₋₄ alkylNR⁸R⁹, CO₂R⁸, CONR⁸R⁹, NR⁸R⁹, NR⁸COR⁹, NR¹⁰CONR⁸R⁹, NR⁸SO₂R⁹; and R⁸, R⁹ and R¹⁰ are each independently H, C₁₋₄ alkyl; and R¹² is selected from H, C₁₋₄ alkyl;

Y is H, OH, $\text{NR}^{12}\text{R}^{13}$; and R^{12} , and R^{13} are each independently H, C_{1-4} alkyl, or may be joined to form ~~an optionally substituted~~ a 3-6 membered ring optionally containing an atom selected from O, S, NR^{14} and R^{14} is selected from H, C_{1-4} alkyl;

$n = 0-4$;

W is selected from H, C_{1-4} alkyl, C_{2-6} alkenyl; where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl, $\text{NR}^{15}\text{R}^{16}$; and R^{15} , and R^{16} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cyclohetalkyl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing an atom selected from O, S, NR^{17} and R^{17} is selected from H, C_{1-4} alkyl and prodrug are as defined in claim 1.

3. (currently amended): A compound according to claim 1 ~~[[where]]~~ wherein W is C_{1-4} alkyl or C_{1-4} alkylamino ~~and at least a portion~~ which is a mixture of the compound that possesses S chirality at the chiral carbon bearing W, and the compound that possesses R chirality at said carbon.

4. (currently amended): A compound according to claim 3 wherein ~~the compound is a mixture of R and S isomers and~~ the mixture comprises at least 70% of the ~~S isomer~~ compound that possesses S chirality at said carbon.

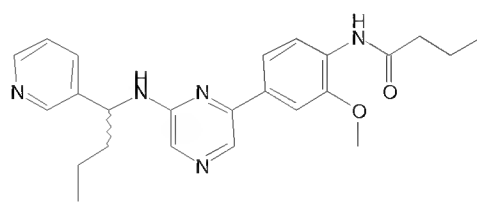
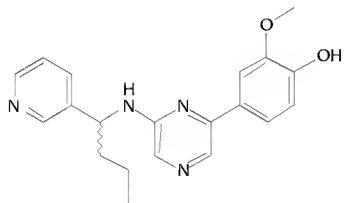
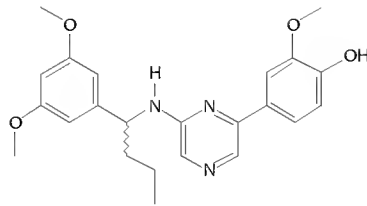
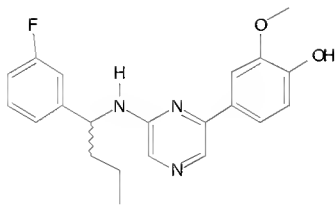
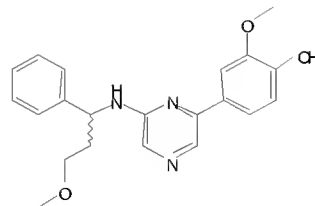
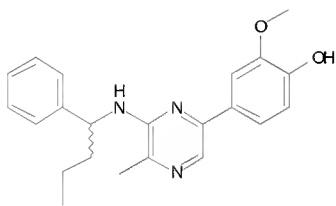
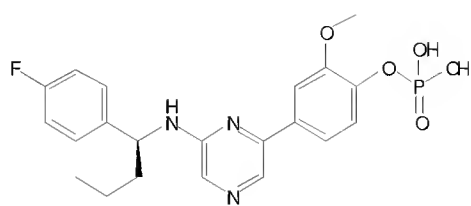
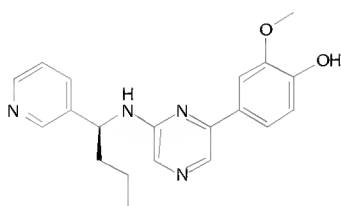
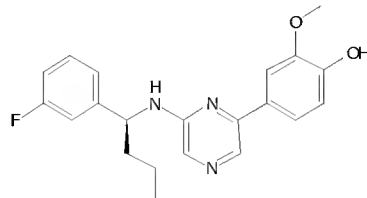
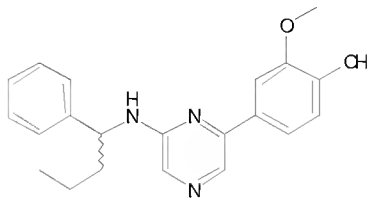
5. (currently amended): A compound according to claim 4 wherein the compound comprises at least 80% of the ~~S isomer~~ compound that possesses S chirality at said carbon.

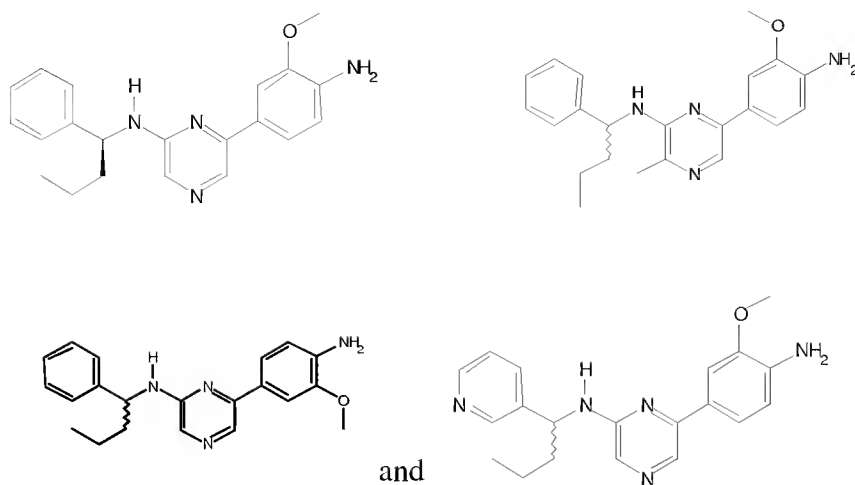
6. (currently amended): A compound according to claim 4 wherein the compound comprises at least 90% of the ~~S isomer~~ compound that possesses S chirality at said carbon.

7. (currently amended): A compound according to claim 4 wherein the compound comprises at least 95% of the ~~S isomer~~ compound that possesses S chirality at said carbon.

8. (currently amended): A compound according to claim 4 wherein the compound comprises at least 99% of the ~~S isomer~~ compound that possesses S chirality at said carbon.

9. (currently amended): A compound according to claim 1 wherein the compound is selected from the group consisting of:





and the salts and stereoisomers thereof.

10. (previously presented): A composition comprising a carrier and at least one compound of claim 1.

11. (withdrawn): A method of treating a hyperproliferation-related disease state in a subject, the method comprising administering a therapeutically effective amount of at least one compound of claim 1 or a pharmaceutical composition thereof.

12. (withdrawn): A method according to claim 11 wherein the hyperproliferation-related disease state is treatable by the modulation of microtubule polymerisation.

13. (withdrawn): A method according to claim 11 wherein the hyperproliferation-related disease state is selected from the group consisting of:

Atopy, such as Allergic Asthma, Atopic Dermatitis (Eczema), and Allergic Rhinitis; Cell Mediated Hypersensitivity, such as Allergic Contact Dermatitis and Hypersensitivity Pneumonitis; Rheumatic Diseases, such as Systemic Lupus Erythematosus (SLE), Rheumatoid Arthritis, Juvenile Arthritis, Sjögren's Syndrome, Scleroderma, Polymyositis, Ankylosing Spondylitis, Psoriatic Arthritis; Other autoimmune diseases such as Type I diabetes, autoimmune thyroid disorders, and

Alzheimer's disease; Viral Diseases, such as Epstein Barr Virus (EBV), Hepatitis B, Hepatitis C, HIV, HTLV 1, Varicella-Zoster Virus (VZV), Human Papilloma Virus (HPV); Cancer, such as fibrosarcoma, myxosarcoma, liposarcoma, chondrosarcoma, osteogenic sarcoma, chordoma, angiosarcoma, endotheliosarcoma, lymphangiosarcoma, lymphangioendotheliosarcoma, synovioma, mesothelioma, Ewing's tumor, leiomyosarcoma, rhabdomyosarcoma, colon carcinoma, pancreatic cancer, breast cancer, ovarian cancer, prostate cancer, squamous cell carcinoma, basal cell carcinoma, adenocarcinoma, sweat gland carcinoma, sebaceous gland carcinoma, papillary carcinoma, papillary adenocarcinomas, cystadenocarcinoma, medullary carcinoma, bronchogenic carcinoma, renal cell carcinoma, hepatoma, bile duct carcinoma, choriocarcinoma, seminoma, embryonal carcinoma, Wilms' tumor, cervical cancer, testicular tumor, lung carcinoma, small cell lung carcinoma, bladder carcinoma, epithelial carcinoma, glioma, astrocytoma, medulloblastoma, craniopharyngioma, ependymoma, pinealoma, hemangioblastoma, acoustic neuroma, oligodendroglioma, meningioma, melanoma, neuroblastoma, and retinoblastoma, and carcinomas forming from tissue of the breast, prostate, kidney, bladder or colon, and neoplastic disorders arising in adipose tissue, such as adipose cell tumors, e.g., lipomas, fibrolipomas, lipoblastomas, lipomatosis, hibernomas, hemangiomas and/or liposarcomas; infectious diseases such as viral, malarial and bacterial infections; vascular restenosis; inflammatory diseases, such as autoimmune diseases, glomerular nephritis myocardial infarction and psoriasis.

14. (canceled)

15. (withdrawn): A method of modulating microtubule polymerisation in a cell which method comprises administering a compound according to claim 1.

16. (withdrawn): A method of modulating microtubule polymerisation in a cell which method comprises administering a compound according to claim 2.

17. (withdrawn): A method of treating a hyperproliferation-related disease state in a subject, the method comprising administering a therapeutically effective amount of at least one compound of claim 2 or a pharmaceutical composition thereof.